

**SWABC and TBA Annual Legal Conference
San Antonio & Live-Stream
October 7-8, 2021**

Day one (October 7)

TIME	EVENT/PRESENTATION	SPEAKER(S)	HRS
7:45 am	General Session and Opening Remarks	Michael Durham, Spirit of Texas Bank	0
8:00 am	<p>Selected Issues in Construction Lending</p> <p>Gordon Russell: Anticipating the effects of the Corporate Transparency Act of 2019 on construction lending.</p> <p>Forrest Smith: Balancing interests of construction lenders, borrowers, ground lessors, ground lessees and others in projects built on unsubordinated ground leases, including tri-party, recognition and estoppel agreements.</p> <p>Michael Navarro: Invoking MAC and MAE provisions in a world of labor and materials shortages and an excess of COVID-19 D-variant.</p>	Gordon Russell, Forrest Smith, & Michael Navarro, Kane Russell Coleman Logan PC	.50
8:30 am	<p>Handle with Care: Managing your way through Special Credits</p> <p>Downgrading and transitioning relationships to special credits can sometimes be challenging and fraught with pitfalls, especially during the transition from the line of business. Identifying risks during that process and managing borrower expectations are mission critical. While lending institutions grade and manage their risks differently, handling a special credit is never a routine matter (especially in a COVID-19 world). Stephanie Tolson (TX) and Stewart Spielman (LA) of Hinshaw & Culbertson will discuss common pitfalls and Lender focused strategies for managing risks, reducing bank exposure, and maximizing recoveries. This program will also explore how the workout/downgrade process can serve as an opportunity to correct common collateral and documentation deficiencies.</p>	Stephanie Laird Tolson & Stewart Spielman, Hinshaw & Culbertson LLP	.50
9:00 am	<p>Bankruptcy / Foreclosure</p> <p>This presentation focuses on commercial bankruptcy law and practice, particularly as they relate to foreclosure and collateral realization, including the automatic stay, adequate protection, setoff, and section 363 sales.</p>	Bruce Ruzinsky and Victoria Argeroplos, Jackson Walker, L.L.P	.50

MCL Bar Course Number: 174136086

Credits: 14.5 (ethics: 1.00)

Sponsor No.: 100

9:30am	<p>Banking Law & UCC Case Law Update: 2021 Case Law Updates and Examples of How Your Bank or Financial Institution May Be Able to Reduce Exposure on Potential Future Losses</p> <p>With the ever changing case law and statutory interpretations of the UCC, this presentation is designed to review some of the recent court cases that your bank may use in updating its deposit agreement and take other steps to minimize possible future losses. Plus, how can you ethically make UCC arguments when half the time you are the depositary bank and half the time you are the maker's bank</p>	Pat Huttenbach, Crain, Caton, James	.50 (.25 ethics)
10:00 am	Break	N/A	0
10:15 am	<p>POA Practical Matters</p> <p>This presentation will cover the authority that a power of attorney agent has to execute transactions with financial institutions, obligations and protections that financial institutions have when presented with a power of attorney document, and the duty to report financial exploitation</p>	David F. Johnson, Winstead PC	.50 (.25 ethics)
10:45 am	<p>M & A Update</p> <p>The pace of bank consolidation quickened in 2019. This session will explore the current trends in the community bank market and highlight industry M&A best-practices for both buyers and sellers from a legal and regulatory perspective.</p>	Chet A. Fenimore Fenimore, Kay, Harrison & Ford, LLP, Austin	.50 (.25 ethics)
11:30 am	Hot Topic Panel	Rupert Barron, Hirsch Westheimer	.50
12:00 pm	Lunch	N/A	0
1:30 pm	<p>Increasing Occurrences of ACH & Electronic Fraud</p> <p>Increasing Occurrences of ACH and Electronic Fraud will discuss the ever-increasing instances of ACH, wire, and other forms of electronic fraud, how fraudsters are so successful at accomplishing these frauds, and ways for financial institutions to protect themselves from liability when their customers are victims.</p>	Kristina Cunningham, Crain, Caton & James	.50
2:00 pm	<p>Ag Lending & Documentation</p> <p>Trick or Treat? - A discussion of tricks, treats, and lessons learned from the ag sector, including a review of Article 9 based collateral descriptions, unique tangible and intangible property encountered outside of traditional farm & ranch loans, and statues impacting lien priority issues encountered in agribusiness lending.</p>	Brandon Wing, Happy State Bank & and Roger Cox, Underwood	.50
2:30 pm	Regulatory Panel		1.0
3:30 pm	Break	N/A	0

3:45 pm	<p>Employment Law Issues</p> <p>The concepts regarding policies prohibiting discrimination and harassment, along with diversity and inclusion initiatives, certainly are not new topics for companies and HR professionals. However, with the rise of ESG policies and a public and regulatory focus demanding companies make commitments regarding social and equity issues, employers must be aware that there are implications as it relates to employment policies and practices. We will spend our time walking through some “based on a true story” case studies of employers who took adverse employment actions against employees for off-duty conduct deemed inconsistent with the employer’s policies. Our conversation aims to identify potential legal claims on which employees may rely, and steps employers can take to mitigate related risks.</p>	Becky Baker, Bracewell LLP & Jessica Freedson, Prosperity Bank	.50
4:15 pm	<p>Millennial & Diversity / Next Gen</p> <p>This presentation will focus on recruiting and retaining the next generation of bank lawyers, including the traits and motivations of young lawyers, along with the role of diversity and inclusion in the hiring process.</p>	Beth Whitaker, Hunton & Derek McGee, FKH	.50
4:45pm	<p>Environmental Panel</p> <p>In this panel discussion we will focus on understanding the rapid increase in interest around environmental, social and governance issues and likely enforcement actions coming from the SEC. We will focus on climate-related as well as other ESG risks and some practical guidance for companies, counsel and consultants to help prepare.</p>	<p>Moderator: Robert Gifford, Johnston Clem Gifford PLLC</p> <p>Rich Goode, ESG Services for Alvarez & Marsal NA, LLC; Michael Whalen, Berkeley Research Group; Jim Fields, Hilltop Holdings, Inc.</p>	.75

TIME	EVENT/PRESENTATION	SPEAKER(S)	HRS
5:30 pm	Adjournment	N/A	0
6:30 pm	Reception	N/A	0

Day two (October 8)

TIME	EVENT/PRESENTATION	SPEAKER(S)	HRS
8:25 am	Welcome Remarks	Shanna Kuzdzal, Allegiance Bank	0
8:30 am	Phishing & Ransomware A discussion of Ransomware Trends Overview and Considerations for Best Practices	Jennifer Costa, Baker Hostetler	.50
9:00 am	In House Counsel Panel Discussion	Moderator: Alliston Skinner Cedrick Frazier, Woodforest National Bank Kwamer Cain, Unity National Bank Michael Durham, Sprit of Texas Bank	.75 (.25 ethics)

TIME	EVENT/PRESENTATION	SPEAKER(S)	HRS
9:45 am	Break	N/A	0
10:00 am	Marijuana & Hemp Banking This session will explore the legal and regulatory framework applicable to banking marijuana-related businesses and hemp-related businesses, including recent legal and regulatory developments.	Nathan McDonald, Johnston Clem Gifford PLLC & NatureTrak	.50
10:30 am	Patent Update A review of selected patent litigation in Texas affecting financial institutions over the past 12 months and an introduction to the Nation's largest and fastest growing patent venue	Steve Ravel, Kelly Hart	.50
11:00 am	Blockchain in Financial Services Dykema's Kyle Owens and Jeana Laguna discuss blockchain, use cases in financial services, and legal issues and considerations for this emerging technology.	Jeana Laguna and Kyle Owens, Dykema	.50
11:45 am	Lunch and Legislative Update	N/A	1.0
1:00 pm	Bank Growth via Fintech? Digital Banking and Banking-As-A-Service This session will explore how banks are implementing digital banking and financial solutions for their customer base, and how some banks are providing "Banking as a Service" to fintech. We will discuss how banks are implementing both digital banking and "banking-as-a-service" initiatives (strategy, operations, legal/regulatory issues, staffing) and how well banks are doing compared to peer financial institution. This session will also touch on what advantages there are for both banks and fintech "partners" in a platform bank Banking-as-a-Service model.	Erin Fonte, Hunton Andrews Kurth LLP	.50
1:30 pm	Consumer Protection Priorities in the Biden Administration and Beyond Speakers will discuss regulatory and enforcement trends in consumer financial services, as well as emerging issues, as we near the end of the first year of the Biden Administration.	Jonice Gray Tucker and Kari Hall, Buckley	.50
2:00 pm	Adult Protective Services Approach to Financial Exploitation Learn when and how to report suspected abuse, neglect and exploitation of elderly people and people with disabilities, what happens during an Adult Protective Services investigation, and how Adult Protective Services collaborates with financial institutions, law enforcement, and other stakeholders.	Lisa Brown, DFPS	.50
2:30 pm	Managing Affiliate Transactions: 23A, 23B and Reg W and Unwritten Fed Rules A discussion on managing affiliate transactions, including 23A, 23B and Reg W and Unwritten Fed Rules	Patrick Kennedy, Kennedy Sutherland LLP	.50

3:00 pm	Break	N/A	N/A
3:15pm	ESG: Understanding Sustainability and Societal Impact Awareness in Corporate Governance A presentation on ESG, covering sustainability and societal impact awareness in corporate governance	Bruce Toppin, III, Langley & Banack, Incorporated	.50
3:45pm	Deferrals / TDRs A discussion of troubled debt restructuring, CARES Act 4013 & interagency Guidance, and current expected Credit Losses (CECL)	Jon McDowell, BKD	.50
4:15pm	From FOMO and Infomania to Focus and Wellness! Learn to watch out for the thieves of mental health and performance, and discover some simple tricks to develop your brain health, reduce stress and improve wellness.	Joanna Lacey, Allegiance Bank	.50
4:45pm	Adjourn		
	Total Hours – Day One		07.25
	Total Hours – Day Two		07.25
	Total Hours – Conference		14.50
	Total Hours – Ethics		01.00